

06-05-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RE: 102111384 TRADEMARKS ONLY

J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

IWL Communications, Incorporated

6.3.02

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 05/20/2002

2. Name and address of receiving party(ies)

Name: International Bank of Commerce

Internal Address:

Street Address: 5615 Kirby Drive

City: Houston State: TX Zip: 77005

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Texas state banking association

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,316,043

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: D. Brit Nelson

Internal Address: ATTN: IP DOCKET CLERK

Street Address: 3400 JPMorganChase Tower

600 Travis

City: Houston State: TX Zip: 77002-3095

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

12-1322 / 019831-00002

DO NOT USE THIS SPACE

9. Signature.

D. Brit Nelson Name of Person Signing

[Signature] Signature

5/22/02 Date

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Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 2518 FRAME: 0284

Notice of Security Interest

Notice is hereby given that IWL Communications, Incorporated, with its principal place of business located at 12000 Aerospace Ave., Suite 200, Houston, Texas 77034 ("Borrower") has granted a security interest in and to the trademark listed below and the applications and registrations associated therewith to the following entity: International Bank of Commerce, a Texas state banking association, with its principal place of business located at 5615 Kirby Dr., Houston, Texas 77005 ("IBC"), pursuant to the Loan Agreement, dated as of March 19, 2002, between IWL Acquisition Company (which merged into Borrower and is now known as IWL Communications, Incorporated) and IBC.

Trademark:

Stylized "C"; Reg. No. 2,316,043; registered February 8, 2000.

Dated: 5/20/02

Signed: Charles A. Durrett

Name: CHARLES A. DURRETT
for IWL Communications, Incorporated
Trademark Owner
("BORROWER")